

N94000001593

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

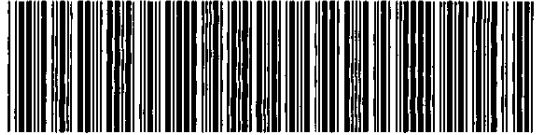
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

*Filed pursuant F.S. 617.0122,
This filing is exempt
from any fees.*



200143858252

FILED

09 APR 24 AM 10:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Effective date

5-1-09

Amended NC

5-19-09



Florida Department of Environmental Protection

Marjory Stoneman Douglas Building
3900 Commonwealth Boulevard
Tallahassee, Florida 32399-3000

Charlie Crist
Governor

Jeff Kottkamp
Lt. Governor

Michael W. Sole
Secretary

April 22, 2009

Mr. Sean Toner
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Dear Mr. Toner:

Enclosed is an amendment to the Articles of Incorporation for the Friends of Big Lagoon/Perdido Key, Inc. This non profit corporation is a duly authorized citizen support organization under contract to provide support for the Division of Recreation and Parks in accordance with Section 258.015, F.S. Pursuant to Section 617.0122, F.S., this filing is exempt from any fees when certified by this department.

Please call Mary Hanley at 245-3081 if additional information is needed.

Sincerely,

Mike Bullock
Director
Florida Park Service

MB/mh

Enclosure

RECEIVED
2009 APR 24 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Friends of Big Lagoon/Perdido Key, Inc.

DOCUMENT NUMBER: N94000001593

The enclose *Articles of Amendment* are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gerald E. Sasser, Jr.
(Name of Contact Person)

Friends of Big Lagoon/Perdido Key, Inc.
(Firm/ Company)

P.O. Box 34223
(Address)

Pensacola/ FL 34507
(City/ State and Zip Code)

For further information concerning this matter, please call:

Gerald E. Sasser at (850) 492-2785
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount: ***

***Any citizen support organization that by rule of the Department of Environmental Protection is formed as a nonprofit organization and is under contract with the department is exempt from any fees required for filing as a nonprofit organization and the Secretary of State may not assess any such fees if the citizen support organization is certified by the Department of Environmental Protection to the Secretary of State as being under contract with the Department of Environmental Protection.

Please see the included certification.

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
09 APR 24 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may **not** be used in the name of a not for profit corporation)

ARTICLE 7. BOARD OF DIRECTORS - updated to reflect new board

(Attach additional pages if necessary)
(continued)

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
FRIENDS OF PENSACOLA STATE PARKS, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT
In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned, for the purpose of changing the name of Friends of Big lagoon/Perdido Key, Inc., a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, does hereby restate and adopt the following Articles of Incorporation:

ARTICLE 1. NAME

The name of the Corporation shall be: Friend of Pensacola State Parks, Inc.

ARTICLE 2. PRINCIPAL OFFICE

The principal place of business of the corporation shall be: 12301 Gulf Beach Highway, Pensacola, Florida 32507 and its mailing address is: P.O. Box 34223, Pensacola, Florida 32507.

The principal office or mailing address may be changed to another place in Florida as designated from time to time by the Board of Directors.

ARTICLE 3. TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE 4. PURPOSES AND POWERS

The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. The purpose of the Corporation shall be to act as a non-profit corporation which will function as a Citizen Support Organization (CSO), as such organization is defined and regulated by the Florida Department of Environmental Protection or other agency which comes to substitute it, in order to generate and employ additional resources and support of and in the best interest of Friends of Pensacola State Parks, Inc., through, among other events and activities, the following: special work projects, special programs, special events, outreach programs, aid other CSO's, educational activities

and communications, special exhibits, interpretive programs, fund raising activities to seek additional funds to augment the park area's existing funding in order to maintain, enhance, and expand the parks services to the public.

- B. The Corporation is a corporation not for profit as defined in Section 617.01401, Florida Statutes (2004), and shall not operate for pecuniary profit.
- C. The Corporation shall operate exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)
- D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- E. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future federal tax code.)
- F. Except as otherwise limited herein, the Corporation shall be entitled to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

- G. The Corporation may do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 5. MEMBERS

The Corporation shall have Members who shall be admitted and removed from the membership of the Corporation in the manner provided in the Bylaws and who shall have all the rights and privileges of members of the Corporation.

ARTICLE 6. REGISTERED OFFICE OR AGENT

The street address of the Registered Office of the Corporation is 12301 Gulf Beach Highway, Pensacola, Florida 32507, and the name of its Registered Agent at that address is Gerald E Sasser, Jr.

ARTICLE 7. BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the Board of Directors is nine (9). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Voting Members shall elect the Directors at an annual meeting of Voting Members. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and street address of each Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
1. Gerald E. Sasser, Jr.	24394 Lauder Place, Orange Beach, AL 36561
2. Ernie Kington	2033 Coral Creek Drive, Pensacola, FL 32506
3. Valeria S. Sasser	24394 Lauder Place, Orange Beach, AL 36561
4. Curtis M. Mitchell	5623 Ponte Verde Road, Pensacola, FL 32507
5. Kathleen Belin	1056 Bonita Drive, Pensacola, FL 32507
6. Violet Mitchell	5623 Ponte Verde Road, Pensacola, FL 32507
7. Jim Crane	17119 Perdido Key Drive, Pensacola, FL 32507
8. Gwen Mitchell	5623 Ponte Verde Road, Pensacola, FL 32507
9. Barbara Jenkins	12301 Gulf Beach Hwy, Pensacola, FL 32507

ARTICLE 8. OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (any may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

ARTICLE 9. INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows: Ms. Jan Manger, 14512 Perdido Key Drive, Pensacola, Florida 32507.

ARTICLE 10. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

ARTICLE 11. BYLAWS

The Bylaws of the Corporation are made and adopted by the Board of Directors, and may be altered, amended or rescinded in the manner set forth in the Bylaws.

ARTICLE 12. AMENDMENT

These Articles may be amended upon the approval of two-thirds (2/3) OF THE MEMBERS OF THE Corporation present and voting at a meeting of the membership of the Corporation present and voting at a meeting of the membership of the Corporation called for that purpose, provided that prior notice as prescribed in the Bylaws has been given to all members of the nature of the proposed amendment.

ARTICLE 13. NON-STOCK BASIS

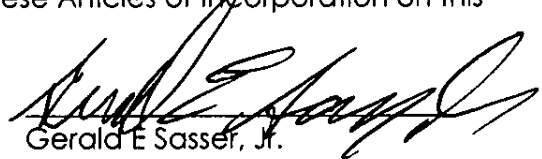
The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

ARTICLE 14. DISSOLUTION

Upon dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue

Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 20TH day of September, 2008.

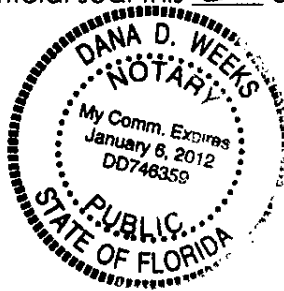

Gerald E Sasser, Jr.


STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME personally appeared Gerald E Sasser, Jr, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20 day of September, 2008.

expires: JAN 06, 2012

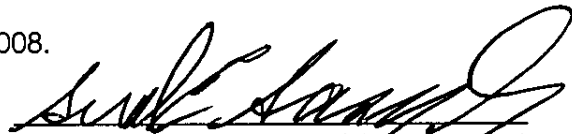



Notary Public, State of Florida
My commission

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts the appointment as Registered Agent of the Friends of Pensacola State Parks, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 20TH day of September, 2008.


Gerald E Sasser, Jr., Registered Agent

State of Florida
County of Escambia

Before me on this 20 day of 9, 2008
acknowledged by GERALD SASSER, JR.
who is: personally known to me or
produced identification AL DL
ISS 5/11/06 Exp 2/20/10
and Stamp

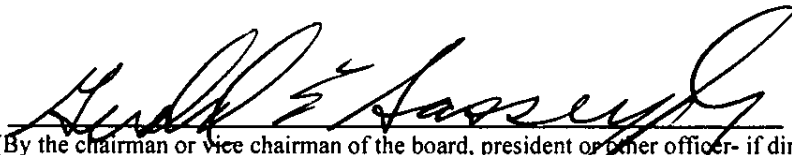
The date of adoption of the amendment(s) was: April 18, 2008

Effective date if applicable: May 1, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Gerald E Sasser, Jr

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35